

1 Mark E. McKane, P.C. (SBN 230552)  
2 Michael P. Esser (SBN 268634)  
3 KIRKLAND & ELLIS LLP  
4 555 California Street  
5 San Francisco, CA 94104  
6 T: (415) 439-1400 / F: (415) 439-1500  
7 mark.mckane@kirkland.com  
8 michael.esser@kirkland.com

9 David R. Seligman, P.C. (*Pro Hac Vice*)  
10 KIRKLAND & ELLIS LLP  
11 300 North LaSalle  
12 Chicago, IL 60654  
13 T: (312) 862-2000 / F: (312) 862-2200  
14 dseligman@kirkland.com

15 Aparna Yenamandra (*Pro Hac Vice*)  
16 KIRKLAND & ELLIS LLP  
17 601 Lexington Avenue  
18 New York, NY 10022  
19 T: (212) 446-4800 / F: (212) 446-4900  
20 aparna.yenamandra@kirkland.com

21 *Counsel for Calpine Corporation, et al.*

22  
23  
24  
25  
26  
27  
28

**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION**

In re:

PG&E Corporation, Pacific Gas & Electric  
Company,  
Debtors.

Affects PG&E Corporation  
 Affects Pacific Gas and Electric Company  
 Affects both Debtors

\* *All papers shall be filed in the Lead Case,  
No. 19-30088 (DM)*

Chapter 11

Case No. 19-30088 (DM)  
(Lead Case)  
(Jointly Administered)

**JOINDER OF CALPINE CORPORATION  
TO NEXTERA ENERGY'S LIMITED  
OPPOSITION TO MOTION OF THE  
UTILITY FOR LIMITED RELIEF FROM  
THE AUTOMATIC STAY TO APPEAL  
CERTAIN MATTERS PENDING BEFORE  
THE FEDERAL ENERGY REGULATORY  
COMMISSION**

Date: 6/26/2019  
Time: 9:30 a.m. PST  
Place: United States Bankruptcy Court  
Courtroom 17, 16th Floor  
San Francisco, CA 94102

**Objection Deadline:** June 19, 2019  
4:00 p.m. (PST)

Calpine Corporation on behalf of itself and its subsidiaries, including Geysers Power Company, LLC; Gilroy Energy Center, LLC; Los Esteros Critical Energy Facility, LLC; Russell City Energy Company, LLC; Calpine King City Cogen, LLC; Calpine Energy Services L.P.; Calpine Energy Solutions, LLC; and O.L.S. Energy Agnews, Inc. (collectively, “Calpine”), a party in interest in the above-captioned cases, through their counsel Kirkland & Ellis LLP, hereby joins NextEra Energy, Inc., and NextEra Energy Partners, L.P. (collectively, “NextEra”) in its limited opposition to the *Motion of the Utility for Limited Relief from the Automatic Stay to Appeal Certain Matters Pending Before the Federal Energy Regulatory Commission* [Docket No. 2359] (the “Utility Stay Motion”). In support hereof (the “Joinder”), Calpine respectfully represents as follows:

## JOINDER

As articulated in NextEra’s limited opposition to the Utility Stay Motion—and in NextEra’s *Motion for Limited Relief from Stay to Participate in Appellate Proceedings with Respect to FERC Orders* [Docket No. 2400] and the Calpine joinder thereto [Docket No. 2411]—Calpine does not oppose the relief the Utility seeks. Rather, Calpine agrees that this Court should grant the relief the Utility seeks *while also* confirming that the Utility cannot use the automatic stay to block the PPA counterparties (or FERC) from defending any appeal the Utility may take from the FERC proceedings. It is fair and sensible for such relief to be reciprocal.

## NOTICE

Notice of this Joinder will be provided to (i) the Office of the U.S. Trustee for Region 17 (Attn: Anthony R. Vara, Esq. and Timothy Laffredi, Esq.); (ii) counsel to the Debtors; (iii) counsel to the Creditors Committee; (iv) counsel to the Tort Claimants Committee; (v) the Securities and Exchange Commission; (vi) the Internal Revenue Service; (vii) the Office of the California Attorney General; (viii) the California Public Utilities Commission; (ix) the Nuclear Regulatory Commission; (x) the Federal Energy Regulatory Commission; (xi) the Office of the United States Attorney for the Northern District of California; (xii) counsel for the agent under the Debtors' debtor-in-possession financing facility; (xiii) counsel to the PPA Counterparties; and (xiv) those persons who have formally appeared in these chapter 11 cases and requested service pursuant to Bankruptcy Rule 2002.

Calpine respectfully submits that no further notice is required.

1 DATED: June 19, 2019

KIRKLAND & ELLIS LLP

2

3 By: /s/ Michael P. Esser  
4 Mark E. McKane, P.C. (SBN 230552)  
5 Michael P. Esser (SBN 268634)  
6 KIRKLAND & ELLIS LLP  
7 555 California Street  
8 San Francisco, CA 94104  
9 T: (415) 439-1400 / F: (415) 439-1500  
10 mark.mckane@kirkland.com  
11 michael.esser@kirkland.com

12 David R. Seligman, P.C. (*Pro Hac Vice*)  
13 KIRKLAND & ELLIS LLP  
14 300 North LaSalle  
15 Chicago, IL 60654  
16 T: (312) 862-2000 / F: (312) 862-2200  
17 dseligman@kirkland.com

18 Aparna Yenamandra (*Pro Hac Vice*)  
19 KIRKLAND & ELLIS LLP  
20 601 Lexington Avenue  
21 New York, NY 10022  
22 T: (212) 446-4800 / F: (212) 446-4900  
23 aparna.yenamandra@kirkland.com

24 *Counsel for Calpine Corporation, et al.*